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*Attorneys for Defendants*

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEVADA**

ANDREW TURESKY, derivatively on behalf  
of LAS VEGAS SANDS CORP.,

Plaintiff

v.

DR. MIRIAM ADELSON, in her capacity as  
Special Administrator of the estate of  
SHELDON G. ADELSON, PATRICK  
DUMONT, ROBERT G. GOLDSTEIN,  
IRWIN CHAFETZ, MICHELINE CHAU,  
CHARLES D. FORMAN, STEVEN L.  
GERARD, GEORGE JAMIESON,  
CHARLES A. KOPPELMAN, LEWIS  
KRAMER, and DAVID F. LEVI,

Defendants

and

LAS VEGAS SANDS CORP.,

Nominal Defendant

Case No. 2:20-cv-02340-CDS-MDC

**STIPULATION OF DISMISSAL AND  
ORDER**

1 Plaintiff Andrew Turesky (“Plaintiff”), Nominal Defendant Las Vegas Sands Corp.  
2 (“LVSC”), and Defendants Dr. Miriam Adelson, in her capacity as Special Administrator of the  
3 estate of Sheldon G. Adelson, Patrick Dumont, Robert G. Goldstein, Irwin Chafetz, Micheline  
4 Chau, Charles D. Forman, Steven L. Gerard, George Jamieson, Charles A. Koppelman, Lewis  
5 Kramer, and David F. Levi (the “Individual Defendants,” together with LVSC, the “Defendants”),  
6 by and through their undersigned counsel, hereby stipulate as follows:

7 WHEREAS, on December 28, 2020, Plaintiff filed this stockholder derivative action on  
8 behalf of Nominal Defendant LVSC alleging violations of the federal securities laws and breaches  
9 of fiduciary duty (the “Derivative Action”);

10 WHEREAS, in his Complaint, Plaintiff alleges, among other things, that the Individual  
11 Defendants breached their fiduciary duties by making and/or causing LVSC to make false and  
12 misleading statements, and by causing and/or allowing conduct that was the subject of the alleged  
13 misstatements, and thereby subjected LVSC to damages, including potential liability in a putative  
14 class action filed a few months earlier, *The Daniels Family 2001 Revocable Trust v. Las Vegas*  
15 *Sands Corp.*, Case No. 2:20-cv-01958 (D. Nev.) (the “Securities Action”), which involved  
16 allegations substantially similar to those made in the Derivative Action;

17 WHEREAS, on February 23, 2021, the parties to the Derivative Action filed a joint  
18 stipulation to stay the Derivative Action (including all discovery) until 30 days after the final  
19 resolution of the motion to dismiss in the Securities Action (ECF No. 12);

20 WHEREAS, on February 24, 2021, Judge Gordon granted the joint stipulation and stayed  
21 the Derivative Action (ECF No. 14);

22 WHEREAS, on March 28, 2022, the motion to dismiss the amended complaint in the  
23 Securities Action was granted in its entirety (ECF No. 74), and plaintiffs in the Securities Action  
24 filed a second amended complaint on April 18, 2022 (ECF No. 77);

25 WHEREAS, on August 7, 2023, the motion to dismiss the second amended complaint in  
26 the Securities Action was granted in part and denied in part (ECF No. 108), and defendants in the  
27 Securities Action moved for partial reconsideration on August 22, 2023 (ECF No. 109);

1 WHEREAS, on January 2, 2024, the court issued an amended order, dismissing the second  
2 amended complaint in the Securities Action in its entirety (ECF No. 147);

3 WHEREAS, on February 26, 2024, the Securities Action was dismissed with prejudice  
4 (ECF No. 152), and final judgment was entered on February 27, 2024 (ECF No. 153), placing the  
5 deadline for plaintiffs in the Securities Action to file a notice of appeal of the final judgment at  
6 March 28, 2024;

7 WHEREAS, on February 27, 2024, the Court lifted the stay in this Derivative Action and  
8 ordered the parties to meet and confer and submit a proposed scheduling order by March 12, 2024  
9 (ECF No. 33);

10 WHEREAS, the parties in this Derivative Action agreed that, before submitting a proposed  
11 scheduling order, it would be helpful to know whether an appeal would be taken in the Securities  
12 Action. Accordingly, on March 8, 2024, the parties in this Derivative Action submitted a Stipulation  
13 and Proposed Order requesting an extension on their deadline to submit a proposed scheduling  
14 order to April 11, 2024 (ECF No. 34), which the Court granted on March 13, 2024 (ECF No. 35);

15 WHEREAS, on March 28, 2024, the deadline to appeal the dismissal in the Securities  
16 Action expired, no appeal was taken, and the judgment in the Securities Action is now final;

17 WHEREAS, the parties in this Derivative Action met and conferred regarding next steps in  
18 this Action, and discussed Defendants' position that Plaintiff's claims lack viability and should be  
19 dismissed, including because of the dismissal of the Securities Action;

20 WHEREAS, following careful consideration of the circumstances, including the dismissal  
21 with prejudice of the Securities Action, Plaintiff agreed to voluntarily dismiss this Derivative  
22 Action without prejudice pursuant to Federal Rules of Civil Procedure 41(a) and 23.1(c);

23 WHEREAS, no notice of the voluntary dismissal to stockholders is required or warranted  
24 under Federal Rule of Civil Procedure 23.1(c) because there is: (i) no settlement or compromise  
25 involved; (ii) no collusion among the parties; (iii) no payment made to any party or their counsel;  
26 (iv) no preclusive effect on any other action or stockholder to pursue claims due to the voluntary  
27 nature of the dismissal; and (v) because this dismissal is without prejudice;

WHEREAS, the parties have met and conferred and agree to bear their own fees, costs, and/or expenses;

WHEREFORE, subject to the Court's approval, the parties stipulate and agree as follows:

1. The parties' deadline to submit a proposed scheduling order by April 11, 2024 is vacated.

2. Pursuant to Federal Rules of Civil Procedure 23.1(c) and 41(a), this Derivative Action shall be dismissed in its entirety as to all Defendants without prejudice;

3. Each party shall bear its own fees, costs, and/or expenses; and

4. For the reasons stated above, no notice of the dismissal is required under Federal Rule of Civil Procedure 23.1(c).

**IT IS SO STIPULATED.**

Dated: April 9, 2024

**LEVERTY & ASSOCIATES LAW  
CHTD.**

By: /s/ Patrick R. Leverty

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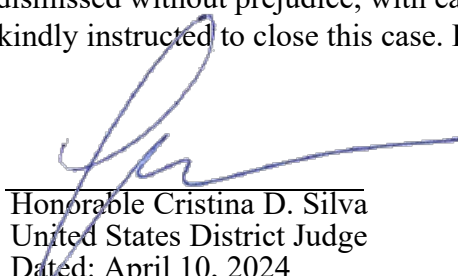
By: /s/ Patrick G. Byrne

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**ORDER**

Based on the parties' stipulation, this case is dismissed without prejudice, with each party to bear its own costs and fees. The Clerk of Court is kindly instructed to close this case. **IT IS SO ORDERED.**

  
\_\_\_\_\_  
Honorable Cristina D. Silva  
United States District Judge  
Dated: April 10, 2024